

RECORDATION NO. 1928-8 Filed & Recorded

OCT 20 1969 - 10 20 AM

INTERSTATE COMMERCE COMMISSION

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SUPPLEMENTAL LEASE OF RAILROAD EQUIPMENT

MISSOURI PACIFIC RAILROAD EQUIPMENT TRUST, SERIES O
Equipment Trust Agreement Consisting of Agreement
and Lease of Railroad Equipment, dated **Feb. 1, 1961**
(Original I.C.C. Rec. No. 1928)

THIS SUPPLEMENTAL LEASE OF RAILROAD EQUIPMENT,
dated as of October 1, 1969, between CHEMICAL BANK, a
New York corporation, Trustee (hereinafter called the Trustee),
and MISSOURI PACIFIC RAILROAD COMPANY, a Missouri corporation
(hereinafter called the Railroad):

WHEREAS, the Equipment Trust Agreement identified
in the caption hereof, originally entered into between the
Parties hereto, or their predecessors, as of the date speci-
fied in the caption hereof, is now in effect between the
Trustee and the Railroad, and provides for the leasing by the
Trustee to the Railroad of certain Trust Equipment as defined
and on the terms set forth in said Equipment Trust Agreement;
and

WHEREAS, there is now on deposit with the Trustee
\$39,065.72, representing the Fair Value (determined as pro-
vided in the Equipment Trust Agreement) of Trust Equipment
heretofore destroyed or sold and released; and

WHEREAS, the Railroad desires to replace said Trust
Equipment so destroyed or sold and released with new standard-

gauge railroad Equipment of substantially as good material and construction and of value (determined as provided in the Equipment Trust Agreement) at least equal to the Fair Value of the Trust Equipment so destroyed or sold and released, and has requested and herewith requests the Trustee to apply the amount so deposited and any other available Deposited Cash or Replacement Funds (to the extent necessary) to or toward the purchase of replacement Trust Equipment as hereinafter set forth.

NOW, THEREFORE, in consideration of the premises and pursuant to the terms of the Lease, the parties agree:

1. The Trust Equipment as defined and described in the Lease included in said Equipment Trust shall include the following new standard-gauge railroad Equipment:

<u>No. of Units</u>	<u>Description</u>	<u>Est. Cost and Fair Value</u>
1	High Cube Box Cars, numbered 271745	\$28,950.

which railroad Equipment shall hereafter constitute and be a part of the Trust Equipment of the Equipment Trust referred to herein, as fully and completely as though it had been part of the original Trust Equipment and subject to all the terms and

conditions of said Equipment Trust.

2. This Supplemental Lease is subject to all the terms, covenants, provisions and conditions of the Equipment Trust referred to in the caption hereof, and shall be binding upon the parties hereto, their respective successors and assigns.

IN WITNESS WHEREOF, the Trustee and the Railroad have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate seals to be hereto affixed, duly attested, as of the day and year first above written.

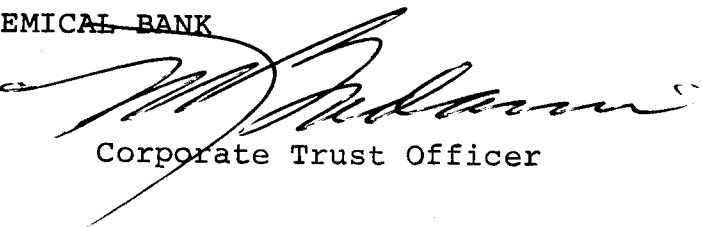
ATTEST:


Assistant Secretary

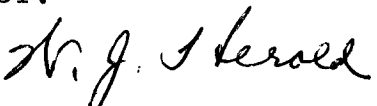
[Corporate Seal]

CHEMICAL BANK

By


Corporate Trust Officer


ATTEST:


ASSISTANT Secretary

[Corporate Seal]

MISSOURI PACIFIC RAILROAD COMPANY

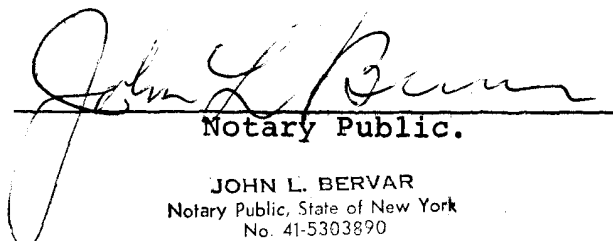
By


Vice President

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

On this 16TH day of October, 1969, before me personally appeared M. F. BADAMI, to me personally known, who being by me duly sworn, says that he is a Corporate Trust Officer of CHEMICAL BANK, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[Notarial Seal]


Notary Public.

JOHN L. BERVAR
Notary Public, State of New York
No. 41-5303890
Qualified in Queens County
Cert. filed with New York County
Term Expires March 30, 1970

STATE OF MISSOURI)
) ss.
CITY OF ST. LOUIS)

On this 13th day of October, 1969, before me personally appeared M. M. Hennelly, to me personally known, who, being by me duly sworn, says that he is a Vice President of MISSOURI PACIFIC RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires September 28, 1970.

[Notarial Seal]


Notary Public